


**BY THE BOARD OF DIRECTORS
OF
THE OVERSEAS PRIVATE INVESTMENT CORPORATION**

BE IT RESOLVED, that the Board hereby approves the restructuring of the financing under Section 234 of the Foreign Assistance Act of 1961, as amended, in the principal amount of up to \$212 million plus interest thereon, plus foreign currency appreciation coverage of up to \$17 million and interest rate breakage costs of up to \$61 million to Isagen S.A. E.S.P. for general corporate purposes and a modernization program for its generation assets in the Republic of Colombia.



Approved by the Board of Directors
on **November 19, 2009**



Connie M. Downs
Corporate Secretary